



# CONSTITUTION

Lodged DMIRS – Consumer Affairs

Effective

**19<sup>th</sup> SEPTEMBER 2021 ©**

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# **1. PRELIMINARY**

## **1.1 Name**

The name of the Club is **LEEMING BOWLS AND RECREATION CLUB Inc**, (hereinafter referred to as “the Club”) notwithstanding that all Members form the Leeming Bowls and Recreation Club Inc.

## **1.2 Composition of the Club**

The Club shall be composed of male and female financial Members, with the management of the Club vested in Committees as follows;

- (a) An Executive Committee which shall be elected by Full and Life Members and shall be responsible for the overall management and governance of the Club.
- (b) Two Men’s Bowls Committees which shall be elected by male Full and Life Members of the Club.
- (c) Two Ladies Bowls Committees which shall be elected by female Full and Life Members of the Club.
- (d) Management Committees formed and chaired by the Bar, Greens, House, Membership, Social and Sponsorship Directors.

## **1.3 Objects of Club**

- (a) The principal object of the Club is to establish, maintain and conduct a lawn bowls club and to support the recreational, social, sporting, cultural and community dimensions of that interest by;
  - (i) Developing the Club property, Greens and facilities with the purpose of providing the best possible environment and facilities for its Members and the community to enjoy the sport of lawn bowls and the resulting social interaction.
  - (ii) Maintaining the financial security and stability of the Club.
  - (iii) Developing the Club property, Greens and facilities as necessary to accommodate all of its bowling members.
  - (iv) Promoting good fellowship among its Members
  - (v) Fostering the game of lawn bowls and developing player skills and knowledge.
  - (vi) Promoting and fostering a culture in the Club that provides a pathway for bowlers and officials to aspire to perform at club, state and national level.
  - (vii) Providing facilities for all year-round participation in the sport of lawn bowls for the benefit of its Members.
  - (viii) Maintaining the Club as an equal opportunity club for all ages, genders and ethnic backgrounds to participate in the sport of lawn bowls.
  - (ix) Maintaining the Club as one that provides a friendly welcoming environment where its members will want to spend some of their leisure time for sport, recreation, social interaction or relaxation.

- (x) Accommodating other compatible sports including darts, pool, indoor bowls bocce and petanque.
- (b) The secondary object of the Club, is to operate its facilities in accordance with the Liquor Act and its amendments, by;
  - (i) Complying with the obligations, terms and conditions of the Club License held by Leeming Sports Association Inc..
  - (ii) Acknowledging the risks associated with alcohol misuse and the Club's role in minimising those risks through policies related to responsible service of alcohol on its premises.
  - (iii) Understanding its duty of care in relation to the health and safety of Members, volunteers and visitors who attend any Club games, special events, functions and other activities where alcohol may be consumed.
  - (iv) Encouraging Members to be mindful of, and to uphold, the reputation of the Club, its sponsors and partners when consuming alcohol on the Club premises.

#### 1.4 **Quorum for Executive Committee Meetings**

At all Executive Committee Meetings, a quorum shall consist of half the number of Executive Committee members plus one.

#### 1.5 **Quorum for General Meetings**

- (a) If the total number of the Club's members entitled to vote under these Rules at a General Meeting exceeds two hundred (200), ten (10) percent of the Club's members who are entitled to vote under these Rules at a General Meeting, being personally present at the meeting, will constitute a quorum for the conduct of business at a General Meeting.
- (b) If the total number of the Club's members entitled to vote under these Rules at a General Meeting is below two hundred (200) then twenty (20) of those members being personally present at the meeting, will constitute a quorum for the conduct of business at a General Meeting.

#### 1.6 **Financial Year**

The Club's Financial Year, shall be the period of 12 months commencing on April 1<sup>st</sup> and ending on March 31<sup>st</sup> of each year.

## 2 **INTERPRETATION**

### 2.1 **Definitions**

In these Rules, unless the contrary intention appears:

**"Act"** means the *Clubs Incorporation Act 2015* as amended from time to time;

**"AGM"** means the Annual General Meeting convened under Rule 23.1;

**"Books of the Club"** has the meaning given to it in section 3 of the Act and includes:



- (a) a register;
- (b) financial records, financial statements or financial reports, as each of those terms is defined in section 62 of the Act, however compiled, stored or recorded;
- (c) a document; and
- (d) any other record of information.

**“Club Committee”** means a Sub Committee of the Club and includes Management Committees, the Umpires Panel and Coaches Panel but does not include the Executive Committee or Bowls Committees.

**“Commissioner”** means the person designated as the “Commissioner” from time to time under the Act;

**“Executive Committee”** means the Management Committee required by the Act which is the body responsible for the overall management of the affairs of the Club;

**“Executive Committee Meeting”** means a meeting referred to in Rule 17.1;

**“Financial Records”** has the meaning given to it in section 62 of the Act and includes:

- (a) invoices, receipts, orders for the payment of money, bills of exchange, cheques, promissory notes and vouchers;
- (b) documents of prime entry; and
- (c) working papers and other documents needed to explain:
  - (i) the methods by which financial statements are prepared; and
  - (ii) adjustments to be made in preparing financial statements;

**“Financial Report”** has the meaning given to it in sections 62 and 63 of the Act;

**“Financial Statements”** has the meaning given to it in section 62 of the Act;

**“Financial Year”** has the meaning given to it in Rule 1.6;

**“General Meeting”** means a meeting of the Club that all Members are entitled to receive notice of and to attend;

**“Greens”** means the bowling greens, at the Club’s premises, where the sport of lawn bowls is played.

**“Liquor Act”** means the *Liquor Control Act 1988* as amended from time to time;

**“Member”** means a person (including a body corporate) who becomes a Member of the Club under these Rules;

**“Notice Board”** means the Club Notice Board, situated at the Club’s premises for the display of notices and other information of general interest to Members.

**“Ordinary Resolution”** means a resolution to decide a question, matter or resolution at a General Meeting that is not a Special Resolution;

**“Poll”** means voting conducted in written form which may include, but is not limited to a secret ballot (as opposed to general agreement or a show of hands);

**“Returning Officer”** means a person who is appointed by the Executive Committee to co-ordinate and conduct all elections for the Club in accordance with Rule 17.2.

**“Rules”** mean these Rules of the Club as amended from time to time under Rule 28.2;

**“Scrutineer”** means a person who is appointed by the Executive Committee to assist the Returning Officer in accordance with Rule 17.2.

**“Special Resolution”** is a resolution of the Club passed in accordance with Rule 22.1;

**“Surplus Property”** has the meaning given to it in the Act and means the property remaining when the Club is wound up or cancelled after satisfying:

- (a) the debts and liabilities of the Club; and
- (b) the costs, charges and expenses of winding up the Club, but does not include books pertaining to the management of the Club;

## 2.2 Notices

- (a) A notice or other communication connected with these Rules has no legal effect unless it is in writing and given as follows:
  - (i) delivered by hand to the nominated address of the addressee; or
  - (ii) sent by post to the nominated postal address of the addressee; or
  - (iii) sent by e-mail or any other method of electronic communication (including facsimile) to the nominated electronic address of the addressee.
- (b) Any notice given to a Member under these Rules, shall be sent to the Member’s address as set out in Rule 2.2(a).

## 3. POWERS OF THE CLUB

### 3.1 Powers of the Club

Subject to the Act, the Club may do all things necessary or convenient for carrying out its objects or purposes in a lawful manner.

In conformity with the Objectives, the Executive Committee may;

- (a) Make arrangements with local authorities and other organisations for the purchase, lease or hire of suitable properties for the purposes of the Club.
- (b) Borrow money by way of loan, credit card, overdraft, debenture or other financial instruments as defined in Rule 10.
- (c) Open bank accounts and other deposit accounts in the name of the Club and manage the Club's funds and accounts as it deems necessary and in accordance with Rule 26
- (d) Enter into such arrangements as are reasonable and necessary, or are considered advisable in conducting the Club's business.
- (e) Arrange for the construction and maintenance of the Greens, buildings and other facilities for the use and accommodation of the Members.
- (f) Commit expenditure on behalf of the Club as defined in Rule 10.
- (g) Employ staff as it deems necessary to achieve the Objects of the Club.

### **3.2 Not for Profit**

The property and income of the Club shall be applied solely towards promoting the objects or purposes of the Club and no part of that property or income may be paid or otherwise distributed, directly or indirectly, to any Member, except in good faith in promoting those objects or purposes and in accordance with Rule 5.3.

### **3.3 Affiliation**

- (a) The Club shall affiliate with Bowls W.A.
- (b) All Members shall recognise and accept the Bowls W.A. Rules, By Laws and The Laws of The Game of Lawn Bowls.
- (c) All lawn bowls competitions shall be played according to the Bowls W.A. Rules, By Laws and The Laws of The Game of Lawn Bowls.
- (d) The Club shall affiliate with Leeming Sports Association Inc. (LSA).
- (e) All Members shall recognise and accept the LSA, Rules and By Laws, except where such Rules and By Laws are inconsistent with, or in conflict with, these Rules, in which case these Rules shall prevail.
- (f) The Executive Committee shall nominate up to six (6) Executive Committee Members, or such other number as may be determined by LSA from time to time, to be Full Members of Leeming Sports Association.
- (g) All other Members of the Club shall be associate members of LSA.

## **4 BECOMING A MEMBER**

### **4.1 Number of Members**

- (a) The Club shall have at least twenty (20) Members with full voting rights.
- (b) The maximum number of Members of the Club or the maximum number of Members in any category of membership may be limited by the Executive Committee.

### **4.2 Qualifications for Membership**

- (a) Subject to Rule 4.2(b) any person who supports the objects of the Club is eligible to apply for membership.
- (b) The by-laws of the Club made under Rule 29 may require members to hold specific sporting, educational, trade, professional or other qualifications.
- (c) A person under the age of 18 years may not belong to a category of membership that confers voting rights.

### **4.3 Applying for Membership**

- (a) A person who desires to become a Member of the Club shall:
  - (i) apply in writing to the Club on the Club's Membership Application Form as prescribed by the Executive Committee from time to time, and
  - (ii) be proposed for membership by a financial Full or Life Member.
- (b) All applications for membership, other than for Life, Honorary, Temporary or Special Circumstances members, shall be on the Club's Membership Application Form as prescribed by the Executive Committee from time to time.
- (c) The application shall be signed by the applicant and the proposer who shall be a Full or Life Member.
- (d) The application shall specify the category of membership being applied for.
- (e) The application shall be delivered to the Secretary by the proposer.
- (f) The Secretary shall post the details of the application on the Notice Board for at least fourteen (14) days (Notice Period) before consideration by the Executive Committee at its next Executive Committee Meeting.
- (g) The Executive Committee may consider applications at an Executive Committee Meeting within the Notice Period if it determines that waiting for the following Executive Committee Meeting would cause undue delay, however, approval of any application shall not be effective until after the Notice Period has expired and shall be subject to no objections being received under Rule 4.3(i).
- (h) If a determination is made under Rule 4.3(g) and an objection is received as described in Rule 4.3(i), the Executive Committee shall reconsider the application at its next Executive Committee Meeting under Rule 4.4(a).

- (i) Any Member may object to an application for membership before consideration by the Executive Committee; the objection shall be in writing and lodged with the Secretary within the Notice Period, stating the reasons for objection and signed by the Member objecting.

#### **4.4 Deciding Membership Applications**

- (a) The Executive Committee shall consider and decide whether to approve or reject any membership application at its monthly meeting.
- (b) Subject to Rule 4.4(c) applications shall be considered and decided in the order they are received by the Club.
- (c) When considering a membership application, the Executive Committee may seek clarification of any matter or further information in support of the application and may delay its decision to allow for that material to be provided and proceed to consider and decide other applications.
- (d) The Executive Committee shall not approve a membership application unless the Applicant:
  - (i) meets all the eligibility requirements under Rule 4.2; and
  - (ii) applies under Rule 4.3.
- (e) The Executive Committee may refuse to accept a membership application at its sole discretion, even if the applicant has applied in accordance with Rule 4.3 and complies with all the eligibility requirements under Rule 4.2.
- (f) As soon as is practicable after the Executive Committee has made a decision under Rule 4.4(a), the Executive Committee shall notify the Applicant in writing of the outcome of their membership application but shall not be required to provide reasons for its decision.
- (g) An applicant whose membership application has been declined by the Executive Committee may not re-apply within the following twelve (12) months.

#### **4.5 Becoming a Member**

- (a) An Applicant becomes a Member if:
  - (i) the Applicant is eligible for membership in accordance with Rule 4.2; and
  - (ii) the Applicant applies in writing to the Club in accordance with Rule 4.3; and
  - (iii) the Executive Committee approves the Applicant's application for membership; and
  - (iv) the Applicant pays any fees due under Rule 9.
- (b) The Applicant immediately becomes a Member and is entitled to exercise all the rights and privileges of membership, including the right to vote (if applicable), and shall comply with all the obligations of Membership under these Rules, when Rule 4.5(a) has been fulfilled.

- (c) The Applicant, on becoming a Member, shall be supplied with an electronic copy of these Rules and will be directed to the Club's website and the Notice Board where copies of the Rules shall be posted.

#### 4.6 **Recording Membership in the Register**

The Secretary shall enter a person's details in the Register as required under Rule 8.1, within 28 days of the person becoming a Member under Rule 4.5(a).

### 5. **ENTITLEMENTS AND LIABILITY OF MEMBERS**

#### 5.1 **Categories of Membership**

The membership of the Club shall consist of:

- (a) **Full Members** who shall pay full subscriptions and fees as determined annually by the Executive Committee under Rule 9.2(a), shall have full use of the Club facilities, may represent the Club in Pennant competition, play in the Club Championships, represent the Club in any event away from the Club's own Greens, be a member of any Club Committee, hold office in the Club, speak in any General Meeting and vote on any matter affecting the Club.
- (b) **Life Members** who shall not be required to pay subscriptions or fees, and shall be entitled to the same privileges as Full Members provided that;
  - (i) Only Full Members who have been nominated by the Executive Committee in recognition of conspicuous service to the Club can be elected as Life Members.
  - (ii) The election of Life Members shall be by secret ballot on a Special Resolution at an Annual General Meeting, provided that seventy five percent (75%) of the Full and Life members present at the meeting vote in favour of acceptance of the Life Membership.
  - (iii) Nominations for Life Membership of the Club shall not exceed one in any one Financial Year.
  - (iv) The total number of living Life Members of the Club shall not exceed six at any one time.
- (c) **Restricted Members** who shall pay subscriptions and fees as determined annually by the Executive Committee under Rule 9.2(a), shall have use of the clubhouse facilities, shall be entitled to use the Greens at the Club, may be a member of a Club Committee but shall not hold the office of Director or Chairperson on any Club Committee, shall not be eligible to play at Club Championships or Associated events, shall not hold office in the Club and shall not speak at any General Meeting or vote on any matter affecting the Club.

Restricted Members may only play for the Club in Pennant competition;

- (i) if the Club has a shortage of players for Pennant competition on a particular day and approval is first given by an Executive Committee member; and

- (ii) for a limited number of games, as determined by the Executive Committee from time to time and published in the By Laws, before being required to apply for Full Membership.
- (d) **Dual Club Members** who are members at another bowling club that is affiliated to Bowls WA, but who qualify to play in the Pennant Competition for the Club, under the Bowls WA ruling for such Dual Club memberships. A Dual Club Member shall pay the same fees as a Restricted Member and be afforded the same rights as a Restricted Member with the exception that they may represent the Club in Pennant Competition, provided they play within the rules laid down for Dual Members by Bowls WA.
- (e) **Community Bowls Members** who shall pay subscriptions and fees as determined annually by the Executive Committee under Rule 9.2(a), shall have use of the clubhouse facilities, shall be entitled to use the Greens at the Club to compete in the Community Bowls competition but shall not be eligible to play at any other Club events, shall not be a member of any Club Committee, shall not hold office in the Club, shall not speak at any General Meeting or vote on any matter affecting the Club.
- (f) **Social Members** who shall pay subscriptions and fees as determined annually by the Executive Committee under Rule 9.2(a) and who shall be afforded use of all amenities within the clubrooms but shall not be entitled to use the Greens, shall not be a member of any Club Committee, shall not hold office in the Club, shall not speak at any General Meeting or vote on any matter affecting the Club.
- (g) **Junior Members** who are under the age of twenty-one (21) years may represent the Club in Pennant competition, play in the Club Championships, represent the Club in any event away from the Club's own Greens, and whose membership shall be subject to the following conditions;
  - (i) Junior Members shall pay subscriptions and fees as determined annually by the Executive Committee under Rule 9.2(a)
  - (ii) Junior Members shall not hold office in the Club, shall not speak at any General Meeting or vote on any matter affecting the Club.
  - (iii) Junior Members may be elected, co-opted or appointed to any non-elected subcommittee provided that they do not hold the office of Director or Chairperson on any committee, they shall not be eligible for election to the Executive Committee and shall not be entitled to nominate a person for membership of the Club.
  - (iv) Junior members shall only occupy those parts of the Club premises or use the facilities of the Club as permitted by the Executive Committee acting in accordance with the provisions of the Liquor Act.
- (h) **Temporary Members** who are on any day visiting the club as a member or an official of, or person assisting a team that is to contest a pre- arranged competition or event on that day; or at the invitation of a Member to engage in a competition or event on that day; may be taken to be persons who are afforded temporary membership on that day.

- (i) **Reciprocal Members** who are visitors and who are full financial members of any like club in Western Australia or any Licensed Club located outside of Western Australia.
- (j) **Honorary Members** who are Patrons, Sponsors, selected Government Officers and any other like persons as the Executive Committee may decide from time to time based on their relationship to the Club or the community provided that;
  - (i) Honorary Members shall be nominated by at least two Executive Committee Members;
  - (ii) The Secretary shall post the details of the nomination on the Notice Board for at least fourteen (14) days before consideration by the Executive Committee;
  - (iii) The Executive Committee shall consider and decide whether to approve or reject any nomination for Honorary Membership;
  - (iv) The number of Honorary Members shall be restricted to a level deemed appropriate by the Executive Committee from time to time, up to a maximum of five (5);
  - (v) Honorary Members may be admitted for a term, as determined by the Executive Committee, of up to one 1 year.
- (k) **Special Circumstances Members** who are Full, Restricted, or Junior Members who, through extenuating circumstances such as absence; illness; financial difficulties; unemployment; physical disability or other distressful circumstances are unable to pay their full subscription but wish to retain their involvement with the Club. At its discretion, the Executive Committee may relieve them of all or part of their liability to pay their annual fees.
- (l) No member shall belong to more than one Category of Membership.

## 5.2 Liability of Members

- (a) All Members are bound by these Rules, the Club By-Laws, the Club policies and the Club procedures for the time being in force.
- (b) A Member is only liable for their outstanding membership fees payable under Rule 9, if any.
- (c) Subject to Rule 5.2(b), a Member is not liable, by reason of the person's Membership, for the liabilities of the Club or the cost of winding up the Club.

## 5.3 Payments to Members

- (a) Subject to Rule 5.3(b), no portion of the income or property of the Club may be paid directly or indirectly, by way of dividend, bonus, loan or otherwise to the Members.
- (b) Rule 5.3(a) does not prevent:
  - (i) the payment, in good faith, of remuneration to any officer, employee or Member in return for any services rendered to the Club, or for goods supplied, in the ordinary and usual course of their business;



- (ii) the payment of interest at a rate not exceeding the prevailing market rate published by the Reserve Bank of Australia as the “Official Cash Rate” from time to time, plus three quarters of one percent (0.75%), on money borrowed from any Member;
- (iii) the payment of reasonable and proper rent by the Club to a Member for premises leased by the Member to the Club; or
- (iv) the reimbursement of out of pocket expenses properly incurred by any Member or any Committee Member on behalf of the Club, provided that the Member shall submit to the Treasurer an itemised account of such expenses together with receipts or such documentary evidence of those expenses as the Treasurer reasonably requires.
- (v) the payment of an honorarium to any Member, provided that the majority of Full and Life members present at a General Meeting have voted in favour of the payment of the honorarium.

#### **5.4 Membership Entitlements Not Transferable**

A right, privilege or obligation that a person has because he or she is a Member of the Club:

- (a) is not capable of being transferred to any other person; and
- (b) ends when the person’s membership ceases.

## **6. GUESTS, FUNCTIONS AND LIQUOR SALES**

### **6.1 Guests**

- (a) Full, Life, Restricted and Social Members may introduce guests to the Club premises and grounds at any time.
- (b) The number of guests allowed to accompany a Member at any one time shall be as determined by the Executive Committee from time to time and published in the Club By Laws and shall not exceed the maximum number allowed under the Liquor Act.
- (c) Guests may only visit the Club premises on a limited number of occasions, as determined by the Executive Committee from time to time, and published in the By Laws, before being required to apply for Membership.
- (d) A guest shall not be supplied with liquor in the Club premises except on the invitation and in the company of a Member.
- (e) A guest shall be supplied with liquor to be consumed only on the Club premises.
- (f) The Member introducing a guest shall be responsible for the proper conduct of the guest whilst on the Club premises.
- (g) Any person who has been refused membership of the Club or who is under suspension or expulsion from the Club or any Bowls WA affiliated Bowls Club shall not be admitted as a guest of any Member of the Club.

- (h) A person who has been refused membership of the Club, but who is a member of another club competing in a competition at the Club shall be accorded the same privileges as other visiting competitors.

## **6.2 Functions**

- (a) Full and Life Members may host private family and personal functions at the Club premises and grounds after written application for the function has been considered and approved by the Executive Committee.
- (b) The number of guests at Member's private functions shall be limited by Local Government regulation and the sale of liquor shall only be in accordance with the Liquor Act.
- (c) The Executive Committee may impose such conditions, restrictions, fees and charges for the use of the Club premises and grounds for Member's functions as it sees fit.
- (d) The Secretary shall furnish the applicant with a copy of the Club procedures relating to functions after an application for the use of the Club premises and grounds has been approved.
- (e) The Club may seek an Extending Trading Permit under the Liquor Act to enable use of the Club facility for functions.

## **6.3 Liquor Sales**

- (a) No liquor shall be sold or supplied for consumption elsewhere than the Club premises unless such liquor is removed from the Club premises by a Member after purchase.
- (b) No liquor shall be sold or supplied to any person under the age of eighteen (18) years and no person under the age of eighteen (18) years shall be admitted to any portion of the Club premises where liquor is sold or consumed, unless in the company of and under the control of a Member.
- (c) No payment or part payment to any Member, officer or servant of the Club shall be made by way of commission or allowance upon or directly from the sale of liquor.
- (d) No Member or guest may bring into the Club premises; or attempt to bring into the Club premises; or have in their possession or control; or consume; any liquor that was not purchased at the Club facility.

## **7. CEASING TO BE A MEMBER**

### **7.1 Ending Membership**

- (a) A person's membership ends, if the person:
  - (i) dies;
  - (ii) ceases to be a Member under Rule 9.2(f);
  - (iii) resigns as a Member under Rule 7.2; or
  - (iv) is expelled from the Club under Rule 7.3.

- (b) For a period of one year after a person's membership ends, the Secretary shall keep a record of:
  - (i) the date on which a person ceases to be a Member under Rule 7.1(a) and
  - (ii) the reason why the person ceases to be a Member.

## **7.2 Resigning as a Member**

- (a) A Member who has paid all amounts payable by the Member to the Club in respect of their membership, may resign from membership by giving written notice of their resignation to the Secretary.
- (b) The Member resigns:
  - (i) at the time the Secretary receives the notice; or
  - (ii) if a later time is stated in the notice, at that later time.
- (c) Any Member who resigns from the Club remains liable to pay to the Club any outstanding fees which may be recovered as a debt due to the Club by the Member.

## **7.3 Suspending or Expelling Members**

- (a) The Executive Committee may, by resolution, suspend or expel a Member from membership if the Member refuses or neglects to comply with these Rules, the By Laws, the Club policies or the Club procedures or has been found guilty of Misconduct in accordance with Rule 32.
- (b) Once the Executive Committee has decided to suspend or expel a Member under Rule 32, the Member is immediately suspended or expelled from membership.
- (c) The Secretary shall inform the Member in writing of the decision of the Executive Committee, within 7 days of the Executive Committee Meeting referred to in Rule 33.1(d) by notice under Rule 2.2.
- (d) The Executive Committee may, by resolution at an Executive Committee Meeting, suspend or expel a Member from membership if a Special Resolution recommending that the Member be suspended or expelled from Membership is passed at a General Meeting of the Club as set out in Rule 22.
- (e) The Member who faces removal from membership under Rule 7.3(c) shall be given a full and fair opportunity at the General Meeting to decide the Special Resolution referred to in Rule 7.3(c), to state his or her case, in person or in writing, as to why the Member should not be suspended or expelled from membership.
- (f) If a Special Resolution is passed under Rule 7.3(c) the Secretary shall convene an Executive Committee Meeting within 28 days after the General Meeting for the Executive Committee to decide on suspension or expulsion of the Member.
- (g) The Secretary shall inform the Member in writing of the decision of the Executive Committee, within 7 days of the Executive Committee Meeting referred to in Rule 7.3(e) by notice under Rule 2.2.

- (h) Once the Executive Committee has resolved to suspend or expel a Member under 7.3(a) or 7.3(c), the Member is immediately suspended or expelled from membership.

#### **7.4 Right of Appeal of against Suspension or Expulsion**

If a Member is suspended or expelled under Rule 7.3, the person may appeal the Executive Committee's decision by giving written notice to the Secretary within 14 days of receiving notice of the Executive Committee's decision under Rule 32.2(b) or 32.3 requesting the appointment of a mediator under Rule 33.2(c).

#### **7.5 Reinstatement of a Member**

If the Executive Committee's decision to suspend or expel a Member is revoked under these Rules, any act performed by the Executive Committee or Members in General Meeting during the period that the Member was suspended or expelled from Membership is deemed to be valid, notwithstanding the Member's inability to exercise their rights or privileges of Membership, including voting rights, during that period.

#### **7.6 When a Member is Suspended**

- (a) If a Member's membership is suspended under Rule 32.2(b) or Rule 32.3, the Secretary shall record in the Register:
  - (i) the Member who has been suspended from membership;
  - (ii) the date on which the suspension takes effect; and
  - (iii) the length of the suspension determined by the Executive Committee.
- (b) A Member who has been suspended under Rule 32.2(b) or Rule 32.3 cannot exercise any rights or privileges of membership, including voting rights, use of the clubhouse facilities, and use of the Greens at the Club, during the period they are suspended from membership.
- (c) Upon the expiry of the period of a Member's suspension, the Secretary shall record in the Register that the Member is no longer suspended.

## **8 MEMBERSHIP REGISTER**

### **8.1 Register of Members**

- (a) The Secretary or a person authorised by the Executive Committee from time to time shall maintain a register of Members.
- (b) The Register shall contain:
  - (i) the full name of each Member and;
  - (ii) their residential address or;
  - (iii) their postal address or;
  - (iv) their email address; and
  - (v) information, by means of which contact can be made with the member, that is prescribed under the Act.

- (c) It shall be the responsibility of each Member to advise the Secretary in writing of any changes to their details within fourteen (14) days of the changes being made.
- (d) Any change in membership of the Club shall be recorded in the Register within 28 days after the Secretary is advised of a change of details.
- (e) The Register shall be kept and maintained by the Secretary or a person authorised by the Executive Committee from time to time and be available for inspection at the Club premises.
- (f) For the purposes of s48(4)(e) of the Liquor Act the Club shall keep continually available for inspection at the Club premises an up to date Register of Members in respect of each category of membership.

## 8.2 Inspecting the Register

- (a) Any Member may inspect the Register free of charge, at such time and place as is mutually convenient to the Club and the Member.
- (b) A Member shall contact the Secretary to request to inspect the Register.
- (c) The Member may copy details from the register but has no right to remove the Register for any purpose.

## 8.3 Copy of the Register

- (a) A Member may make a request in writing for a copy of the Register.
- (b) The Executive Committee may require a Member who requests a copy of the Register to provide a statutory declaration setting out the purpose of the request and declaring that the purpose relates to the affairs of the Club.
- (c) The Club may charge a reasonable fee to the Member for providing a copy of the Register, the amount to be determined by the Executive Committee from time to time.
- (d) If the Executive Committee denies a Member's request for a copy of the Register, a Member may appeal the decision under Rule 33.1.

## 8.4 When Using the Information in the Register is Prohibited

A Member shall not use or disclose the information on the Register:

- (a) to gain access to information that a Member has deliberately denied them (such as, in the case of social, family or legal differences or disputes);
- (b) to contact or send material to the Club or a Member for the purpose of advertising for political, religious, charitable or commercial purposes, or
- (c) for any other purpose unless the use of the information is approved by the Executive Committee and for a purpose that is:
  - (i) directly related to the affairs of the Club; or
  - (ii) related to administering the Act.

## **9. MEMBERSHIP FEES**

### **9.1 Entrance Fee**

The Executive Committee may from time to time determine the amount of the entrance fee, if any, to be paid by each Member or each category of membership upon becoming a Member.

### **9.2 Annual Membership Fee**

- (a) The Executive Committee shall determine the amount of the annual membership fees to be paid by Members for each category of membership at its February monthly meeting.
- (b) The Treasurer shall notify each Member of the amount of annual membership fees to be paid following the determination of such fees under Rule 9.2(a) by notice in accordance with Rule 2.2.
- (c) Annual membership fees are payable in advance and are due and payable on the first day of April in each year.
- (d) Each Member shall pay the Member's annual membership fee determined under Rule 9.2(a) to the Treasurer, or a person authorised by the Executive Committee to receive payments, as and when decided by the Executive Committee, provided that members shall be deemed financial until the 31<sup>st</sup> day of May each year for the purposes of any Club business requiring votes.
- (e) If a Member pays the annual membership fee within 60 days after the due date, the Member retains all the rights and privileges of a Member for the purposes of the Rules during that time, including the right to vote.
- (f) Subject to Rule 9.2(g), if a person fails to pay the annual Membership fee within 60 days after the due date, the person ceases to be a Member.
- (g) If a person ceases to be a Member under Rule 9.2(f), and subsequently pays to the Club all the Member's outstanding fees, the Executive Committee may, at its absolute discretion, reinstate the Member's rights and privileges from the date on which the outstanding fees are paid, including the right to vote.

### **9.3 New Members Fees**

New members shall pay subscriptions for the current year pro rata within seven (7) days of acceptance as follows:

- (a) If accepted between 1 April and 30 June – Full annual subscription.
- (b) If accepted between 1 July and 30 September – 75% of annual subscription.
- (c) If accepted between 1 October and 31 December – 50% of annual subscription.
- (d) If accepted between 1 January and 31 March – 25% of annual subscription.

## **10. POWERS AND COMPOSITION OF THE EXECUTIVE COMMITTEE**

### **10.1 The Executive Committee**

- (a) The governing body of the Club shall be called the Executive Committee and it shall have all authority to control and manage the affairs of the Club at its discretion.
- (b) Subject to the Act, these Rules and any By-Law or lawful resolution passed by the Club in General Meeting, the Executive Committee:
  - (i) may exercise all powers and functions as may be exercised by the Club, other than those powers and functions that are required by these Rules to be exercised by General Meetings of the Members; and
  - (ii) has power to perform all acts and do all things as the Executive Committee deems to be necessary or desirable for the proper management of the activities, business and affairs of the Club.
- (c) Without prejudice to the powers conferred in Rule 10.1(b), the Executive Committee shall, subject to the By-Laws, have power to do the following things:
  - (i) To borrow money, in accordance with Rule 3.1(b), or commit expenditure, up to an amount not exceeding \$15,000 in the name of the Club for any single purpose, project or expense, provided that a sum exceeding \$15,000 may be borrowed, or expenditure committed with the approval of the majority of members present at a General Meeting.
  - (ii) Subject to Rule 10.1(c)(i), to make monetary advances to Club committees for the purpose of those committee, provided that it shall implement proper accounting procedures with respect to such monies.
  - (iii) To pay employees, service providers and suppliers, from the funds of the Club.
  - (iv) To fill any vacancy on the Executive Committee or any committee.
  - (v) To determine from time to time the conditions on which, and the time when, Members may use the property of the Club or any part or parts thereof, and when and under what conditions the premises of the Club or any part or parts thereof, shall be used by Members.
  - (vi) To determine what persons, if any, not being Members of the Club shall be permitted to use the premises of the Club or any part or parts thereof and under what conditions such persons shall be supplied with liquor.
  - (vii) To sanction, fine, suspend, or expel any member in accordance with these Rules.
  - (viii) To frame By-Laws under Rule 29 for the management of the Club consistent with, and not in contradiction to, these Rules. Such By-Laws may impose penalties for any breach of these Rules and shall be binding on Members until repealed or amended by the Executive Committee, or any Special or Annual General Meeting.

- (ix) To appoint any other officials, employees, consultants or contractors to the Club and at their discretion, to remove them as occasions may require and to define their respective duties. Persons appointed to paid positions shall be engaged under a contract, award or classification of work under such industrial award as the Executive Committee deems appropriate for the position.
  - (x) To delegate, subject to such conditions as it thinks fit, any of its powers to sub committees consisting of such members of the Executive Committee and other Members of the Club co-opted for the purpose as it may determine and to make such regulations as to the proceedings of such sub committees as it deems necessary.
  - (xi) To regulate and control Executive Committee meetings and the transaction of business.
  - (xii) To reimburse expenses of any servant of the Club properly incurred in connection with the Club's business.
  - (xiii) To borrow, raise or secure the payment of money, and to sell and dispose of the assets of the Club.
  - (xiv) To enter into or accept any lease or tenancy of the premises where on the Club shall conduct its affairs or of any furniture, equipment, goods and effects, which may be required for the use of the Club on such terms and on such conditions as the Club, may deem expedient.
  - (xv) To take and defend all legal proceedings by or on behalf of The Club and to appoint all necessary Attorneys for any such purpose.
  - (xvi) To purchase or otherwise acquire any books, newsletters or periodicals and dispose of them as it may see fit.
  - (xvii) To appoint such number of delegates or members to sporting bodies and associations with which the Club may from time to time be affiliated as may be required by the rules thereof and such delegates shall hold office in accordance with the rules of such sporting bodies and associations respectively.
- (d) No member of the Executive Committee shall undertake to arrange anything to which it is necessary to couple with the name of the Club or fix his/her name to any printed form or document of any kind affecting the Club without the concurrence and approval of the Executive Committee.
  - (e) No member of the Executive Committee other than the Club President shall carry out any resolution of the Executive Committee unless requested by the Executive Committee to do so.
  - (f) No paid servant of the Club shall be eligible to be a member of the Executive Committee.

## 10.2 Indemnity

Every member of the Executive Committee shall be indemnified against any loss, expense or liability incurred by reason of any act or deed performed by him or her in good faith on behalf of the Executive Committee and/or the Club.



### 10.3 Office Holders

- (a) The office holders of the Club are:
  - (i) the President;
  - (ii) the Vice President;
  - (iii) the Secretary; and
  - (iv) the Treasurer.

### 10.4 Committee Members

- (a) The Executive Committee is to consist of:
  - (i) The Office Holders
  - (ii) Director of Men's Bowls.
  - (iii) Director of Ladies Bowls.
  - (iv) Director of Bar.
  - (v) Director of Greens.
  - (vi) Director of House.
  - (vii) Director of Membership.
  - (viii) Director of Social.
  - (ix) Director of Sponsorship.
- (b) An Executive Committee Member shall be:
  - (i) a natural person;
  - (ii) over 18 years in age; and
  - (iii) a Full or Life Member.
- (c) The maximum number of Members of the Executive Committee shall be determined by the Executive Committee.
- (d) No person shall be entitled to hold more than one of the positions set out in Rules 10.3(a) and 10.4(a) at any time.
- (e) No person shall be entitled to hold a position on the Executive Committee if the person has been convicted of, or imprisoned in the previous five years for:
  - (i) an indictable offence in relation to the promotion, formation or management of a body corporate;
  - (ii) an offence involving fraud or dishonesty punishable by imprisonment for a period of not less than three months;
  - (iii) an offence under Division 3 or section 27 of the Actunless the person has obtained the consent of the Commissioner.

- (f) No person shall be entitled to hold a position on the Executive Committee if the person is, according to the *Interpretation Act* section 13D, a bankrupt or a person whose affairs are under insolvency laws unless the person has obtained the consent of the Commissioner.
- (g) All members of the Executive Committee and all Club committees shall act in an honorary capacity notwithstanding that the Executive Committee may recommend by way of Ordinary Resolution at the Annual General Meeting, an honorarium be paid to any Member, which resolution shall be approved by a majority of those present at the AGM.

## **11 ROLE AND RESPONSIBILITIES OF EXECUTIVE COMMITTEE MEMBERS**

### **11.1 Obligations of the Executive Committee**

The Executive Committee shall take all reasonable steps to ensure the Club complies with its obligations under the Act, the Liquor Act and these Rules.

### **11.2 Responsibilities of Executive Committee Members**

- (a) An Executive Committee Member shall exercise his or her powers and discharge his or her duties with a degree of care and diligence that a reasonable person would exercise in the circumstances.
- (b) An Executive Committee Member shall exercise his or her powers and discharge his or her duties in good faith in the best interests of the Club and for a proper purpose.
- (c) An Executive Committee Member or former Executive Committee Member shall not improperly use information obtained because he or she is an Executive Committee Member to:
  - (i) gain an advantage for himself or herself or another person; or
  - (ii) cause detriment to the Club.
- (d) An Executive Committee Member or former Executive Committee member shall not improperly use his or her position to:
  - (i) gain an advantage for himself or herself or another person; or
  - (ii) cause detriment to the Club.
- (e) An Executive Committee Member having any material personal interest in a matter being considered at an Executive Committee Meeting shall:
  - (i) as soon as he or she becomes aware of that interest, disclose the nature and extent of his or her interest to the Executive Committee;
  - (ii) disclose the nature and extent of the interest at the next General Meeting of the Club; and
  - (iii) shall not be present while the matter is being considered at the Executive Committee Meeting or vote on the matter.

- (f) Rule 11.2(e) does not apply in respect of a material personal interest that:
  - (i) exists only because the Executive Committee Member belongs to a class of persons for whose benefit the Club is established; or
  - (ii) that the Executive Committee Member has in common with all, or a substantial proportion of, the Members of the Club.
- (g) The Secretary shall record every disclosure made by an Executive Committee Member under Rule 11.2(e) in the minutes of the Executive Committee Meeting at which the disclosure is made.
- (h) No Executive Committee Member shall make any public statement or comment or cause to be published any words or article concerning the conduct of the Club unless the person is authorised by the Executive Committee to do so and such authority is recorded in the minutes of the Executive Committee Meeting.

### 11.3 **President**

The President shall be an Office Holder and;

- (a) shall oversee the overall management of the Club,
- (b) shall contribute to the forward planning, review of events and financial management of the Club.
- (c) shall carry out resolutions of the Executive Committee or may delegate the carrying out of such resolutions.
- (d) shall consult with the Secretary regarding the business to be conducted at each Executive Committee Meeting and each General Meeting;
- (e) may convene special meetings of the Executive Committee under Rule 13.1(e);
- (f) may preside over Executive Committee Meetings under Rule 13.3;
- (g) may preside over General Meetings under Rule 21.4;
- (h) shall ensure that the minutes of a General Meeting or Executive Committee Meeting are reviewed and signed as correct under Rule 25(c);
- (i) shall be an ex-officio member of all Club committees and may attend all Club committee meetings.

### 11.4 **Vice President**

The Vice President shall be an Office Holder and;

- (a) shall consult, liaise with, and assist the President in the overall management of the Club.
- (b) shall in the President's absence assume the duties and responsibilities of the President.
- (c) shall be an ex-officio member of all Club committees and may attend all Club committee meetings.

## 11.5 **Secretary**

The Secretary shall be an Office Holder and;

- (a) shall co-ordinate the correspondence of the Club;
- (b) shall convene General Meetings and Executive Committee Meetings, including preparing the notices of meetings of the business to be conducted at each meeting in consultation with the President;
- (c) shall keep and maintain in an up to date condition the Rules of the Club as required by Rule 28.1 and any By-Laws of the Club made in accordance with Rule 29(a);
- (d) shall maintain the register of the Members, referred to in Rule 8.1;
- (e) shall maintain the record of Office Holders of the Club, referred to in Rule 11.7;
- (f) shall ensure the safe custody of the Books (with the exception of the Accounting Records) of the Club under Rule 31.1;
- (g) shall keep full and correct minutes of Executive Committee Meetings and General Meetings; and
- (h) shall perform any other duties as are imposed by these Rules or the Executive Committee on the Secretary.

## 11.6 **Treasurer**

The Treasurer shall be an Office Holder and;

- (a) shall ensure all moneys payable to the Club are collected, and that receipts are issued for those moneys in the name of the Club;
- (b) shall ensure the security of the Clubs funds at all times;
- (c) shall ensure the payment of all moneys referred to in Rule 11.6(a) into the account or accounts of the Club as the Executive Committee may from time to time direct;
- (d) shall ensure timely payments to employees, service providers and suppliers, from the funds of the Club with the authority of the Executive Committee or a General Meeting under Rule 10.1(c);
- (e) shall ensure that the Club complies with the account keeping requirements in Part 5 of the Act;
- (f) shall ensure the safe custody of the Financial Records of the Club and any other relevant records of the Club;
- (g) shall coordinate the preparation of the Financial Report of the Club prior to its submission to the Annual General Meeting of the Club;
- (h) shall assist the auditor in performing their functions; and
- (i) shall perform any other duties as are imposed on the Treasurer by these Rules or the Executive Committee.

## **11.7 Record of Office Holders**

- (a) The Secretary or a person authorised by the Executive Committee from time to time shall maintain a record of Office Holders.
- (b) The record of Office Holders shall include:
  - (i) the full name of each Office Holder;
  - (ii) the office held and the dates of appointment and (if applicable) cessation of the appointment; and
  - (iii) an email address or, in the absence of an email address, a contact postal address of each office holder.
- (c) The record of Office Holders shall be kept and maintained at the Secretary's place of residence, or at such other place as the Executive Committee decides.

## **11.8 Inspecting the Record of Office Holders**

- (a) Any Member is able to inspect the record of Office Holders free of charge, at such time and place as is mutually convenient to the Club and the Member.
- (b) The Member may make a copy of details from the record of Office Holders but has no right to remove the record for that purpose.

## **11.9 Using the Information in the Record of Office Holders is Prohibited**

A Member shall not use or disclose the information on the Record of Office Holders:

- (a) to gain access to information that an Office Holder has deliberately denied them (such as, in the case of social, family or legal differences or disputes);
- (b) to contact, send material to the Club or an Office Holder for the purpose of advertising for political, religious, charitable or commercial purposes, or
- (c) for any other purpose unless the use of the information is approved by the Executive Committee and for a purpose that is:
  - (i) directly connected with the affairs of the Club; or
  - (ii) related to administering the Act.

# **12. CEASING TO BE A MEMBER OF THE EXECUTIVE COMMITTEE**

## **12.1 Vacant Positions on the Executive Committee**

- (a) A casual vacancy occurs in the office of an Executive Committee Member and that office becomes vacant if the Executive Committee Member:
  - (i) dies;
  - (ii) ceases to be a Member;
  - (iii) becomes disqualified from holding a position under Rule 10.4(e) or (f) as a result of bankruptcy or conviction of a relevant criminal offence;
  - (iv) becomes permanently incapacitated by mental or physical ill-health;

- (v) resigns from office under Rule 12.2;
- (vi) is removed from office under Rule 12.3(a); or
- (vii) is absent from more than:
  - A. three consecutive Executive Committee Meetings without good reason; or
  - B. three Executive Committee Meetings in the same Financial Year without tendering an apology to the person presiding at each of those Executive Committee Meetings, where the Member received notice of the meetings, and the Executive Committee has resolved to declare the office vacant.
- (b) If a position on the Executive Committee is declared vacant under Rule 17.4(f), or there is a casual vacancy within the meaning of Rule 12.1(a), the continuing Executive Committee Members may:
  - (i) appoint a Member to fill that vacancy until the conclusion of the next AGM; or
  - (ii) subject to Rule 12.1(c), act despite the vacant position on the Executive Committee.
- (c) If the number of Executive Committee Members is less than the number fixed under Rule 1.4 as the quorum for Executive Committee Meetings, the continuing Executive Committee Members may act only to:
  - (i) increase the number of Members on the Executive Committee to the number required for a quorum; or
  - (ii) convene a General Meeting of the Club.

## 12.2 Resigning from the Executive Committee

- (a) An Executive Committee Member may resign from the Executive Committee by giving written notice of resignation to the Secretary, or if the Executive Committee Member is the Secretary, to the President.
- (b) The Executive Committee Member resigns:
  - (i) at the time the notice is received by the Secretary or President under Rule 12.2(a); or
  - (ii) if a later time is stated in the notice, at the later time.
- (c) Any Member who resigns from the Executive Committee, or any elected Club-Committee before completing their term, shall not be eligible to nominate for or be re-appointed to any elected Club Committee for the following year.
- (d) At its sole discretion, the Executive Committee may grant dispensation from Rule 12.2(c) to Committee Members who have resigned due to extenuating circumstances such as transfer of employment, personal misfortune, personal illness or injury; illness or injury of a spouse or close family member; a close family bereavement; or such other like circumstance.

### **12.3 Removal from the Executive Committee**

- (a) Subject to Rule 12.1(a)(vii), an Executive Committee Member may only be removed from his or her position on the Executive Committee by resolution at a General Meeting of the Club if a majority of the Members present and eligible to vote at the meeting vote in favour of the removal.
- (b) The Executive Committee Member who faces removal from the Executive Committee shall be given a full and fair opportunity at the General Meeting to decide the proposed resolution, to state his or her case as to why the Member should not be removed from his or her position on the Executive Committee.
- (c) If all Executive Committee Members are removed by resolution at a General Meeting, the Members shall, at the same General Meeting, elect an interim Executive Committee. The interim Committee shall, within two months, convene a General Meeting of the Club for the purpose of electing a new Executive Committee in accordance with Rule 17.

## **13. EXECUTIVE COMMITTEE MEETINGS**

### **13.1 Meetings of the Executive Committee**

- (a) The Executive Committee shall meet once a month, on a day and at a time as determined by the Executive Committee.
- (b) The Executive Committee is to determine the place and time of all Executive Committee Meetings.
- (c) Executive Committee Meetings may take place:
  - (i) where the Executive Committee Members are physically present together; or
  - (ii) where the Committee Members are able to communicate by using any technology that reasonably allows each Committee Member to participate fully in discussions as they happen in the Executive Committee Meeting and in making decisions, provided that the participation of each Committee Member in the Executive Committee Meeting shall be made known to all other Members.
- (d) An Executive Committee Member who participates in a meeting as set out in Rule 13(c)(ii):
  - (i) is deemed to be present at the Executive Committee Meeting; and
  - (ii) continues to be present at the meeting for the purposes of establishing a quorum, until the Committee Member notifies the other Committee Members that he or she is no longer taking part in the Executive Committee Meeting.
- (e) Special meetings of the Executive Committee may be convened in accordance with Rule 13.2 by:
  - (i) the President; or
  - (ii) any two Executive Committee Members.

### **13.2 Notice of Executive Committee Meetings**

- (a) The Secretary shall give each Executive Committee Member at least 48 hours' notice of the date, time and place appointed for holding each Executive Committee Meeting.
- (b) Notice of an Executive Committee Meeting shall specify the general nature of the business to be transacted at the meeting.
- (c) Subject to Rule 13.4(d), only the business specified on the notice of the Executive Committee Meeting is to be conducted at that meeting.
- (d) Other business may be conducted at Executive Committee Meetings if the Executive Committee Members present at an Executive Committee Meeting unanimously agree.

### **13.3 Chairing at Executive Committee Meetings**

- (a) The President or, in the President's absence, the Vice President is to preside as Chairperson of each Executive Committee Meeting.
- (b) If the President and the Vice President are absent or unwilling to act, the remaining Executive Committee Members, subject to Rule 13.4(a), shall choose one of their number to preside as Chairperson at the Executive Committee Meeting.

### **13.4 Procedure of the Executive Committee Meetings**

- (a) At all Executive Committee Meetings, a quorum shall consist of half the number of Executive Committee members plus one.
- (b) If there is no quorum within thirty (30) minutes of the time appointed for the meeting, it shall be adjourned for one week at the same place and the same hour.
- (c) If at a meeting adjourned under Rule 13.4(b), a quorum is not present within half an hour of the time appointed for the meeting, the Executive Committee Members personally present being not less than four (4) will constitute a quorum.
- (d) Subject to these Rules, the order of business for Executive Committee Meetings shall be;
  - (i) Apologies;
  - (ii) Confirmation of the Minutes of the Previous Meeting;
  - (iii) Business Arising from the Previous Minutes;
  - (iv) Correspondence;
  - (v) Business Arising from the Correspondence;
  - (vi) Nominations for Membership;
  - (vii) Financial Report;



- (viii) Executive Committee Member Reports;
- (ix) General Business;
- (x) Confirmation of Next Meeting Date;

or such other order as the Executive Committee Members present at the Executive Committee Meeting shall unanimously agree.

- (e) All Executive Committee Members have the right to attend and vote at Executive Committee Meetings.
- (f) Members, or other guests, may attend Executive Committee Meetings if invited by the Executive Committee but shall not have any right to comment without invitation, or any right to vote, or to be provided with copies of any agenda, minutes of meetings, or documents presented to such meetings.
- (g) The Secretary or a person authorised by the Executive Committee from time to time shall keep minutes of the resolutions and proceedings of all Committee Meetings together with a record of the names of persons present at each meeting.

### **13.5 Voting at Executive Committee Meetings**

- (a) Each Executive Committee Member present at an Executive Committee Meeting has a deliberate vote.
- (b) A motion or resolution arising at an Executive Committee Meeting is to be decided by a majority of votes, but if there is an equality of votes, the Chairperson of the Executive Committee Meeting as set out in Rule 13.3 is entitled to exercise a second or casting vote.
- (c) Decisions may be made by general agreement or a show of hands.
- (d) A poll by secret ballot may be used if the Executive Committee agrees to determine a matter in this way and the person presiding over the Executive Committee Meeting is to oversee the ballot.
- (e) Votes on a resolution previously circulated to all Executive Committee Members by email from any Office Holder, may be cast by return email for certain matters.
- (f) Matters on which decisions can be made under Rule 13.5(e) are restricted to;
  - (i) procedural matters or recurring matters that have had prior Executive Committee discussions in meetings and which do not require further discussion by the Executive Committee.
  - (ii) matters which cannot be deferred to the next meeting such as authority for signing of documents or matters where time is of the essence and delay in approval can be detrimental to the business of the Club.
- (g) Any matter proposed for resolution under Rule 13.5(e) shall only be decided when at least 75% of the Executive Committee Members have returned their votes.
- (h) Any matter decided by votes under Rule 13.5(e) must be ratified by the Executive Committee at its next meeting and such decision shall be recorded in the minutes of the next Executive Committee meeting.

### **13.6 Acts not Affected by Defects or Disqualifications**

- (a) Any act performed by the Executive Committee, a sub-committee or a person acting as a Committee Member is deemed to be valid even if the act was performed when:
  - (i) there was a defect in the appointment of a Committee Member, sub-committee or person holding a subsidiary office; or
  - (ii) a Committee Member, a sub-committee member or a person holding a subsidiary office was disqualified from being a Member.

## **14. REMUNERATION OF EXECUTIVE COMMITTEE MEMBERS**

- (a) Executive Committee Members shall not receive any remuneration for their services as Executive Committee Members other than as described at Rules 14(b) and 14(c).
- (b) The Club may pay Executive Committee Members the reimbursement of out of pocket expenses properly incurred by any Member or any Committee Member on behalf of the Club, provided that the Member shall submit to the Treasurer an itemised account of such expenses together with receipts or such documentary evidence of those expenses as the Treasurer reasonably requires.
- (c) The Executive Committee may pay an honorarium to an Executive Committee Member or Sub-Committee member following approval of a resolution to pay the honorarium by a majority of the Members present and eligible to vote at a General Meeting of the Club.

## **15. BOWLS COMMITTEES**

- (a) The Club shall have four elected Bowls Committees (the Bowls Committees);
  - (i) The Men's Match Committee
  - (ii) The Ladies' Match Committee
  - (iii) The Men's Pennant Selection Committee
  - (iv) The Ladies' Pennant Selection Committee
- (b) The President and Vice President shall be ex-officio members of all Club committees and may attend all Club committee meetings.

### **15.1 Match Committees**

- (a) The Club shall have two Match Committees;
  - (i) the Men's Match Committee
  - (ii) the Ladies' Match Committee
- (b) The Match Committees shall arrange and co-ordinate all activities for Members of their respective genders in relation to bowls events at the Club including, the Pennant Competitions, Club championships, winter bowls competitions, gala days, social bowls events and Bowls WA events.

- (c) The Men's Match Committee shall consist of the Director of Men's Bowls (who shall also assume the role of Chairperson of the Committee and Men's Match Captain) and a Match Committee of up to five male Members.
- (d) The Men's Match Committee Members shall be elected by the financial male Full Members and financial male Life Members of the Club.
- (e) The Ladies' Match Committee shall consist of the Director of Ladies Bowls (who shall also assume the role of Chairperson of the Committee and Ladies' Match Captain) and a Match Committee of up to five female Members.
- (f) The Ladies' Match Committee Members shall be elected by the financial female Full Members and financial female Life Members of the Club.
- (g) The election of the Match Committees shall be in accordance with Rule 17.3, except that only male Members shall elect the Men's Match Committee, and only female Members shall elect the Ladies' Match Committee.
- (h) Representatives of the Ladies' and Men's Match Committees shall hold a combined meeting within thirty (30) days of the AGM for the purpose of formulating the Club's annual bowls programme.
- (i) The Chairperson of the combined meeting shall be the Director of Men's Bowls or the Director of Ladies' Bowls and the Chairpersonship shall alternate each year.
- (j) The Match Committees shall present the annual bowls programme to the Executive Committee for approval at the July monthly meeting of the Executive Committee.
- (k) Only Full and Life Members may attend Match Committee meetings by invitation of the Match Committee but shall not have any right to comment without invitation, or any right to vote, or to be provided with copies of any agenda, minutes of meetings, or documents presented to such meetings.

## 15.2 Pennant Selection Committees

- (a) The Club shall have two Pennant Selection Committees;
  - (i) the Men's Pennant Selection Committee which shall select Men's Pennant teams to represent the Club in Pennant Competition and select teams that represent the Club in any men's event in which entries and/ or nominations are required in the name of the Club; and
  - (ii) the Ladies' Pennant Selection Committee which shall select Ladies' Pennant teams to represent the Club in Pennant Competition and select teams that represent the Club in any ladies' event in which entries and/ or nominations are required in the name of the Club.
- (b) The election of the Pennant Selection Committees shall be in accordance with Rule 17.3 except that only male Full and Life Members shall elect the Men's Pennant Selection Committee, and only female Full and Life Members shall elect the Ladies Pennant Selection Committee.
- (c) Each Pennant Selection Committee shall elect a Chairperson at its first meeting, who shall preside as Chairperson for the term of the Committee.

- (d) The Pennant Selection Committees shall select teams for both Saturday and mid-week Pennant games.
- (e) Each Pennant Selection Committee shall comprise no less than three (3) and no more than six (6) Members, who shall be Full or Life members.
- (f) The number of committee Members for each Pennant Selection Committee, between three (3) and six (6), shall be determined by the Executive Committee each year after consultation with the incumbent Pennant Selection Committees and prior to calling for nominations for the Pennant Selection Committee positions.
- (g) Each Pennant Selection Committee shall meet as necessary for the purpose of executing their duties and responsibilities as set out hereunder and a quorum shall comprise half of the Pennant Selection Committee members plus one member.
- (h) The Chairperson of each Pennant Selection Committee shall have a casting vote if necessary.
- (i) The Pennant Selection Committees shall have the following duties and responsibilities:
  - (i) to arrange and conduct Pennant practice games as it deems necessary for the purpose of evaluating and assessing players who have nominated for Pennant selection.
  - (ii) to select and arrange Pennant teams, reserves and substitutes for each Pennant game.
  - (iii) to advise players of their selection prior to each Pennant game, by email where possible and by posting the team selections on the Pennant notice board at the clubrooms.
  - (iv) to select and arrange teams to represent the Club in any event in which entries and/ or nominations are required in the name of the Club.
  - (v) to ensure that the Umpires representative allocates, and notifies, umpires for all home games.
  - (vi) to appoint side or team managers for all team games, and allocate the duty teams for home games.
- (j) Full and Life Members may attend Pennant Selection Committee meetings only by invitation of the Pennant Selection Committee, but shall not have any right to comment without invitation, or any right to vote, or to be provided with copies of any agenda, minutes of meetings, or documents presented to such meetings.

## **16. CEASING TO BE A MEMBER OF A BOWLS COMMITTEE**

### **16.1 Vacant Positions on the Bowls Committees**

- (a) A casual vacancy occurs on a Bowls Committee and that office becomes vacant if the Bowls Committee Member:
  - (i) dies;
  - (ii) ceases to be a Member;

- (iii) becomes permanently incapacitated by mental or physical ill-health;
- (iv) resigns from office under Rule 16.2;
- (v) is absent from more than:
  - A three consecutive Committee Meetings without a good reason; or
  - B three Committee Meetings in the same Financial Year without tendering an apology to the Chairperson at each of those Committee Meetings, where the Member received notice of the meetings, and the Committee has resolved to declare the office vacant.
- (b) If a position on a Bowls Committee is declared vacant under Rule 17.4(f), or there is a casual vacancy within the meaning of Rule 16.1(a), the Executive Committee may:
  - (i) appoint a Member to fill that vacancy until the conclusion of the next AGM; or
  - (ii) allow the Bowls Committee to act despite the vacant position.

## 16.2 Resigning from a Bowls Committee

- (a) A Bowls Committee Member may resign from a Bowls Committee by giving written notice of resignation to the Chairperson of the Bowls Committee or an Executive Committee Member.
- (b) The Bowls Committee Member resigns:
  - (i) at the time the notice is received by the Chairperson of the Bowls Committee or an Executive Committee Member or;
  - (ii) if a later time is stated in the notice, at the later time.
- (c) Any Member who resigns from any elected Club Committee before completing their term, shall not be eligible to nominate for or be re-appointed to any elected Club Committee for the following year.
- (d) At its sole discretion, the Executive Committee may grant dispensation from Rule 16.2(c) to Committee Members who have resigned due to extenuating circumstances such as transfer of employment, personal misfortune, personal illness or injury; illness or injury of a spouse or close family member; a close family bereavement; or such other like circumstance.
- (e) In the event of the resignation of all members of a Committee, the powers vested in such Committee shall revert to the Executive Committee pending the appointment of a new committee by the Executive Committee.

## 17. APPOINTING EXECUTIVE COMMITTEE AND BOWLS COMMITTEE MEMBERS

### 17.1 Appointment to the Executive Committee and Bowls Committees

Committee Members are appointed to the Executive Committee and Bowls Committees (the Committees) by:

- (a) election prior to the AGM under Rule 17.4(b)

- (b) election at an AGM under Rule 17.4; or
- (c) appointment to fill a casual vacancy under Rule 16.1(b).

## **17.2 Returning Officer and Scrutineer**

- (a) The Executive Committee shall appoint a Returning Officer who shall co-ordinate all elections and conduct all ballots as directed by the Executive Committee.
- (b) The Executive Committee shall appoint up to two Scrutineers who shall assist the Returning Officer and verify the counting of nominations and votes for all elections and ballots.
- (c) The Returning Officer and Scrutineers shall be Full or Life Members who are not candidates for any elected positions and who are not serving members of any Committee.

## **17.3 Nominating for Election to the Committees**

- (a) All Committee positions shall become vacant at the AGM.
- (b) Any Full or Life Member may be nominated for any position on the Committees.
- (c) A Member who wishes to be elected to any of the Committees shall be nominated by a Full or Life Member as a candidate for election subject to Rule 17.3(g).
- (d) The Secretary shall send a notice to all Full and Life Members, at least forty-seven (47) days before the AGM and at least twenty-one (21) days before the date for the close of nominations, calling for nominations for election to the Committees and specifying the date for the close of nominations.
- (e) Nominations for election to the Committees shall close at least twenty-one (21) days after the notice calling for nominations is despatched.
- (f) At the time of despatch of the notice under Rule 17.3(d), the Returning Officer shall place a locked ballot box at the Clubrooms where Members shall lodge their nominations.
- (g) Each nomination for election shall be:
  - (i) in writing, and signed by a Full or Life Member as proposer, and by the Candidate; and
  - (ii) lodged in the ballot box at the Club or with the Returning Officer on or before the date for the close of nominations.
- (h) The Returning Officer and the Scrutineer shall collect and collate all nominations and determine whether secret ballots are required for any Committees.
- (i) A Member may be nominated for more than one position on the Executive Committee, but any member elected to a position shall be automatically excluded from the ballot for a lower position. The order of seniority of the positions shall be:
  1. Club President.
  2. Club Vice President.
  3. Club Secretary.
  4. Club Treasurer.

- 5. Director of the Men's and Director of the Ladies' Match Committees.
  - 6. Director of the Bar, Greens, House, Membership, Sponsorship and Social Committees.
- (j) No paid servant or employee of the Club shall be eligible to be a member of the Executive Committee.
  - (k) The number of committee Members for each Pennant Selection Committee, between three (3) and six (6), shall be determined by the Executive Committee each year prior to calling for nominations for the Pennant Selection Committee positions.
  - (l) If a nomination for election to any Committee is not made in accordance with Rules 17.3(c), (e), (g) and (j) the nomination is to be deemed invalid and the Member will not be eligible for election unless Rule 17.4(e) takes effect.
  - (m) The Returning Officer shall notify Members of nominations received and shall post a list of nominations on the Notice Board and the Club website within five (5) days of the close of nominations.

#### **17.4 Electing Committee Members**

- (a) Subject to Rule 22.3(e), and Rules 15.1(d) and 15.1(e), each eligible Full and Life Member may vote for one candidate for each vacant position on the Committees.
- (b) If only one valid nomination is received under Rule 17.3 for any individual vacancy to be filled on the Committees, the Member nominated shall be declared elected at the AGM.
- (c) If more than one valid nomination is received for any individual vacancies to be filled on the Committees, a secret ballot shall be conducted for those vacancies prior to the AGM in accordance with Rule 18.1.
- (d) If there are insufficient valid nominations to fill the number of vacancies for the relevant positions on the Committees, the candidates nominated (if any) shall be declared elected and further nominations shall be called from the floor of the AGM.
- (e) Where the number of nominations from the floor of the AGM exceeds the remaining number of vacancies on the Committees, a secret ballot for those positions shall be conducted at the AGM in accordance with Rule 18.2.
- (f) If an insufficient number of nominations are received from the floor of the AGM for the number of vacancies on the Committees, each relevant position on the Committees shall be declared vacant by the person presiding at the AGM and Rules 12.1(b) and 16.1(b) shall apply.

#### **17.5 Term of Office of Committee Members**

- (a) At each AGM of the Club, Members elected to the Committees shall appointed to serve until the next AGM.
- (b) A Committee Member's term will commence on the date of his or her:
  - (i) election at an AGM; or
  - (ii) appointment to fill a casual vacancy that arises under Rule 16.1(b).

- (c) All Committee Members are eligible for re-election, subject to Rule 12.2(c), on nomination under Rule 17.3.

## **18. SECRET BALLOT PROCEDURES**

### **18.1 Prior to the Annual General Meeting**

- (a) A Secret Ballot shall be conducted for election to the Committees prior to the AGM as described in Rule 17.4(c) if;
  - (i) more than one valid nomination is received for any individual vacancy to be filled on the Executive Committee,
  - (ii) more valid nominations are received than there are vacant positions on each Match Committee;
  - (iii) more valid nominations are received than there are vacant positions on each Pennant Selection Committee;
- (b) In the event that a ballot is required, the Executive may run a paper-based or electronic ballot.
- (c) Where a ballot is conducted, The Returning Officer shall:
  - (i) For paper-based ballots forward to each eligible Full and Life Member, at the residential address recorded in the Register of members, a ballot paper, initialled for identification, within five (5) days of the closing of the nominations for the Committee positions; or
  - (ii) For electronic ballots contact each eligible Full and Life Member using the email address recorded in the Register of members informing them that a ballot is required within five (5) days of the closing of the nominations for the Committee positions. Each member will have five (5) days to opt out of the electronic voting system in which case they will revert to the manual system.
- (d) At the time of despatch of the ballot papers, the Returning Officer shall place a locked ballot box at the clubrooms where Members may lodge their completed paper-based ballot papers.
- (e) Subject to Rule 22.3(e), and Rules 15.1(d) and (e), each eligible Full and Life Member may vote for one candidate for each vacant position on the Committees.



- (f) All votes shall be recorded by Members marking the box opposite the name of each candidate of their choice in accordance with instructions on the ballot paper.
- (g) All ballots shall be decided by a "first past the post" system, that is, the highest number of votes in the count, but not necessarily more than half the votes cast.
- (h) If two or more candidates receive the same number of votes, the Returning Officer and Scrutineer shall determine, by lot, the successful candidate or candidates.
- (i) Votes shall be counted jointly by the Returning Officer and the Scrutineer and the ballot shall be declared by the Returning Officer at the AGM.
- (j) Damaged, defaced, incomplete, improperly completed, or un-initialled ballot papers shall be deemed informal by the Returning Officer and shall not be included in the count of votes.

## **18.2 At the Annual General Meeting**

- (a) A secret ballot shall be conducted for election to the Committees at the AGM if, following a call for nominations from the floor of the AGM to fill vacant positions on the Committees, there is more than one nomination for any individual vacant position.
- (b) In the event that a ballot is required from the floor of the AGM, the Returning Officer shall provide to each eligible Full and Life Member present at the AGM, a ballot paper, initialled for identification.
- (c) The Returning Officer shall provide a ballot box at the AGM where Members may lodge their completed ballot papers.
- (d) The secret ballot may be held at any time during the AGM as the person presiding sees fit.
- (e) All votes shall be recorded by Members marking the box opposite the name of each candidate of their choice in accordance with instructions on the ballot paper.
- (f) All ballots shall be decided by a "first past the post" system, that is, the highest number of votes in the count, but not necessarily more than half the votes.
- (g) If two or more candidates receive the same number of votes, the Returning Officer and Scrutineer shall determine, by lot, the successful candidate or candidates.
- (h) Votes shall be counted jointly by the Returning Officer and the Scrutineer and the ballot shall be declared by the Returning Officer before the close of the AGM.
- (i) Damaged, incomplete, improperly completed, or un-initialled ballot papers shall be deemed informal by the Returning Officer and shall not be included in the count of votes.

## **19. DELEGATION TO SUB-COMMITTEES**

### **19.1 Delegation by Executive Committee to Sub-Committees**

- (a) The Executive Committee may delegate, in writing, to any or all of its sub-committees, any authority, power or functions and may cancel any authority, powers or functions, as the Executive Committee sees fit from time to time.
- (b) Despite any delegation under this Rule, the Executive Committee may continue to exercise all its functions, including any function that has been delegated to a sub-committee and remains responsible for the exercise of those functions at all times.

## 19.2 Delegation to Subsidiary Offices

- (a) The Executive Committee may create and fill such subsidiary office as may be necessary for the proper and efficient management of the Club's affairs.
- (b) The Executive Committee may delegate, in writing, to any person holding a subsidiary office any authority, power or functions and may cancel any authority, powers or functions, as the Executive Committee sees fit from time to time.
- (c) Despite any delegation under this Rule, the Executive Committee may continue to exercise all its functions, including any function that has been delegated to a subsidiary office and remains responsible for the exercise of those functions at all time.

## 20 SUB-COMMITTEES

### 20.1 Appointment of Sub-Committees

- (a) The Executive Committee may appoint one or more sub-committees as considered appropriate by the Executive Committee from time to time to assist with the conduct of the Club's operations.
- (b) Sub-committees may comprise (in such numbers as the Executive Committee determines) Members and non-members.
- (c) Subject to these Rules, the sub-committee members present at a sub-committee meeting are to determine the procedure and order of business to be followed at their sub-committee meeting.
- (d) Sub-committee members shall not receive any remuneration for their services as sub-committee members other than as described at Rules 14(b) and (c).
- (e) Members or other guests may attend sub-committee meetings only if invited by the Chairperson of the sub-committee but shall not have any right to comment without invitation, or any right to vote, or to be provided with copies of any agenda, minutes of meetings, or documents presented to such meetings.
- (f) The President and Vice President shall be ex-officio members of all Club committees and may attend all Club committee meetings.

### 20.2 Management Committees

The Directors of the Bar, House, Membership, Greens, Social and Sponsorship Committees shall co-opt and appoint Members as required to form Committees to carry out their functions as described below;

- (a) The Bar Committee shall manage and control the operation of the Club's bar as determined by the Executive Committee and in accordance the provisions of the Liquor Act.
- (b) The Greens Committee shall manage and control the Greens, surrounds and gardens with the power to close all or any portion of the Greens at any time, by posting a notice on the Notice Board or by placing an indicating notice on the portion of the bowling green to be closed.
- (c) The House Committee shall arrange the maintenance of all Club buildings and property therein and organise the cleaning of the Club premises.
- (d) The Membership Committee shall promote and encourage membership of the Club in the wider community and within the Club's own membership and shall induct and mentor new Members to the Club.
- (e) The Social Committee shall arrange and carry out the social fixtures and entertainment of the Club.
- (f) The Sponsorship Committee shall arrange Club sponsorship, sponsorship of ladies' and men's bowls events and such other sponsorship as deemed desirable for the Club by the Executive Committee.
- (g) In the event of the resignation of a committee, powers vested in such committee shall revert to the Executive Committee pending the appointment of a new committee by the Executive Committee.
- (h) The President shall be an ex-officio member of all Club committees and may attend all Club committee meetings.

### **20.3 Umpires Panel**

- (a) The Members of the Club who are qualified umpires in accordance with the requirements of Bowls WA shall constitute the Umpires Panel.
- (b) The Umpires Panel shall have the responsibility for the election of up to two representatives, who may attend meetings of the respective Match committees on behalf of the qualified umpires of the Club.
- (c) The Umpire's Panel shall elect their representatives at a meeting of the panel within thirty (30) days after the AGM.
- (d) The Umpires Representatives shall liaise with the Pennant and Match committees and shall allocate Umpires for all Association and Club bowls competitions conducted on the Greens.

### **20.4 Coaches Panel**

- (a) The Members of the Club who are qualified coaches in accordance with the requirements of Bowls WA shall constitute a Coaches' Panel.
- (b) In the absence of sufficient qualified coaches, and subject to Executive Committee approval, the Coaches Panel may co-opt and include on the panel, experienced players who are not qualified coaches.

- (c) The Coaches Panel shall have the responsibility for the election of a representative, who may attend meetings of the respective Match Committees on behalf of the coaches of the Club.
- (d) The Coaches Panel shall elect their representative at a meeting of the panel within thirty (30) days after the AGM.
- (e) The duties of the coaches of the Club are;
  - (i) to assist all new bowlers to develop their lawn bowls skills and etiquette of the game of lawn bowls, to a reasonable standard, as quickly as possible.
  - (ii) to provide training and coaching to Members to assist them to play lawn bowls at their highest level.
  - (iii) to offer help to any Member whom they observe is in need of coaching assistance.
  - (iv) to conduct open meetings at the Club, with or without the help from outside speakers, to develop the overall standard of lawn bowls for Club members.
  - (v) to assist the Executive Committee and sub-committees on any drive for new members where inexperienced people are encouraged to take up the game of lawn bowls.

## **21. GENERAL MEETINGS**

### **21.1 Procedure for General Meetings**

- (a) General Meetings may take place at a time and place as determined by the Executive Committee and as notified to the Members by the Secretary in accordance with Rule 21.3.

### **21.2 Quorum for General Meetings**

- (a) If the total number of the Club's members entitled to vote under these Rules at a General Meeting exceeds two hundred (200), ten (10) percent of the Club's members who are entitled to vote under these Rules at a General Meeting, being personally present at the meeting, will constitute a quorum for the conduct of business at a General Meeting.
- (b) If the total number of the Club's members entitled to vote under these Rules at a General Meeting is below two hundred (200) then twenty (20) of those members being personally present at the meeting, will constitute a quorum for the conduct of business at a General Meeting.
- (c) Subject to Rules 21.2(d) and 21.2(e), no business is to be conducted at a General Meeting unless a quorum of Members entitled to vote under these Rules is present at the time when the meeting is considering that item.
- (d) If, within thirty minutes of the time appointed for the commencement of a General Meeting, a quorum is not present:
  - (i) in the case of a Special General Meeting, the meeting lapses; or
  - (ii) in the case of an AGM, the meeting is to stand adjourned to:

- A. the same time and day in the following week; and
  - B. the same place unless another place is specified by the Chairperson at the time of the adjournment or by written notice to the Members given before the day to which the meeting is adjourned.
- (e) If at the adjourned meeting a quorum is not present within thirty minutes of the time appointed for the commencement of the meeting, the Members present are to constitute a quorum.

### **21.3 Notice of General Meetings and Motions**

- (a) The Secretary shall give at least twenty-one (21) days' notice of a General Meeting to each Member;
- (b) The notice convening a General Meeting shall specify:
  - (i) the place, date and time of the meeting; and
  - (ii) the particulars and order of the business to be conducted at the meeting.
- (c) The notice convening a General Meeting, or any notice of motion shall be issued in the manner prescribed by Rule 2.2.

### **21.4 Presiding Member**

- (a) The President or, in the President's absence, the Vice President is to preside as Chairperson of each General Meeting.
- (b) If the President and the Vice President are absent or unwilling to act, the remaining Executive Committee Members shall choose one of their number to preside as Chairperson at the General Meeting.

### **21.5 Adjournment of General Meetings**

- (a) The person presiding over a General Meeting, at which a quorum is present, may adjourn the meetings from time to time and place to place with the consent of a majority of Members present at the meeting.
- (b) No business may be conducted at an adjourned meeting other than the unfinished business from the meeting that was adjourned.
- (c) When a General Meeting is adjourned for 14 days or more, the Secretary shall give notice of the adjourned meeting in accordance with Rules 2.2 and 21.3 as if that General Meeting was a new General Meeting.

## **22. MAKING DECISIONS AT GENERAL MEETINGS**

### **22.1 Special Resolutions**

- (a) A Special Resolution shall be moved at a General Meeting where notice of the Special Resolution has been given under Rule 22.1(c).
- (b) A Special Resolution of the Club is required to:
  - (i) amend the name of the Club;
  - (ii) amend the Rules, under Rule 28.2;

- (iii) affiliate the Club with another body;
  - (iv) transfer the incorporation of the Club;
  - (v) amalgamate the Club with one or more other incorporated Clubs;
  - (vi) elect a Life Member;
  - (vii) voluntarily wind up the Club;
  - (viii) cancel incorporation; or
  - (ix) request that a statutory manager be appointed.
  - (x) recommend the suspension or expulsion a Member under Rule 7.3(c).
- (c) Notice of a Special Resolution shall:
- (i) be in writing;
  - (ii) include the place, date and time of the meeting;
  - (iii) include the intention to propose a Special Resolution;
  - (iv) set out the wording of the proposed Special Resolution; and
  - (v) be given in accordance with Rule 2.2.
- (d) If notice is not given in accordance with Rule 21.3, the Special Resolution will have no effect.
- (e) A Special Resolution shall be taken as passed at a General Meeting at which there is a quorum and is supported by the votes of not less than seventy five per cent (75%) of the Members present, in person or by proxy, and eligible to cast a vote at the meeting.

## 22.2 Ordinary Resolutions

Subject to these Rules, a majority of votes from those present at the General Meeting will determine an Ordinary Resolution.

## 22.3 Voting at Meetings

- (a) Subject to these Rules, each Full and Life Member has one vote at a General Meeting of the Club.
- (b) A person casts a vote at a meeting either by:
  - (i) voting at the meeting in person; or
  - (ii) by proxy.
- (c) In the case of an equality of votes at a General Meeting, the Chairperson of the meeting is entitled to exercise a second or casting vote.
- (d) A Member or their proxy is not entitled to vote at any General Meeting of the Club unless they are a Full or Life Member and all money due and payable by the Member or their proxy to the Club has been paid in accordance with Rule 9.

- (e) A Member is only entitled to vote at a General Meeting if the Member's name is recorded in the Register as at the date the notice of the General Meeting was despatched under Rule 21.1.

#### **22.4 Proxies**

- (a) Each Full and Life Member is entitled to appoint in writing, a natural person who is also a Full or Life Member of the Club to be the Member's proxy, and to attend and vote on the Member's behalf at any General Meeting of the Club.
- (b) A Proxy Form setting out the resolutions to be decided at the General Meeting shall be forwarded to Full and Life Members with the Notice of General Meeting.
- (c) A Member may appoint the person presiding at the General Meeting as their proxy with authority to vote as instructed by the Member or, if no instructions are given, with authority to vote as the person presiding sees fit.
- (d) Appointment of a proxy shall not prevent individual Members from attending the General Meeting in person if they wish. Where a Member completes and lodges a valid Proxy Form and attends the General Meeting in person, the proxy's authority to speak and vote for that Member is suspended while the Member is present at the meeting.
- (e) If a member wishes to appoint a Proxy for the meeting, the completed Proxy Form must be received by the Secretary at least forty-eight (48) hours before the commencement of the meeting in respect of which the proxy is appointed for the Proxy to be valid. Proxy Forms may be forwarded to the Secretary as described in Rule 2.2.
- (f) With the exception of the person presiding at the General Meeting, who may hold unlimited Proxies, individual Members may not hold more than three proxies.

#### **22.5 Manner of Determining Whether Resolution Carried**

- (a) Unless a Poll is demanded under Rule 22.6, if a question arising at a General Meeting of the Club is determined by general agreement or a show of hands, a declaration shall be made by the Chairperson of the General Meeting that the resolution has been:
  - (i) carried unanimously;
  - (ii) carried by a particular majority; or
  - (iii) lost.
- (b) If the declaration relates to a Special Resolution, then subject to Rule 22.1(c), the declaration should state that a Special Resolution has been determined.
- (c) The declaration made under Rule 22.5(a) shall be entered into the minutes of the Club.
- (d) The entry in the minutes of the Club under Rule 22.5(c) is evidence of the fact that the resolution has been determined, without proof of the number or proportion of the votes recorded in favour of or against that resolution.

#### **22.6 Poll at General Meetings**

- (a) At a General Meeting, a Poll on any question may be demanded by either:
  - (i) the Chairperson of the meeting; or
  - (ii) at least three Members present in person or by proxy.
- (b) If a Poll is demanded at a General Meeting, the Poll shall be taken in a manner as the Chairperson of the meeting directs and a declaration by the Chairperson of the result of the Poll is evidence of the matter so declared.
- (c) If a Poll is demanded at a General Meeting, the Poll shall be taken:
  - (i) immediately in the case of a Poll which relates to electing a person to preside over the meeting;
  - (ii) immediately in the case of a Poll which relates to adjourning the meeting; or
  - (iii) in any other case, in the manner and time before the close of the meeting as the Chairperson directs.

## **23. ANNUAL GENERAL MEETINGS**

### **23.1 Annual General Meeting**

- (a) The AGM of the Club shall be convened within three (3) months after the end of the Financial Year on a date, time and place as the Executive Committee decides.
- (b) If extenuating circumstances prevent convening the AGM in accordance with Rule 23.1(a), the Executive Committee may convene the AGM of the Club:
  - (i) within six (6) months after the end of the Club's Financial Year; or
  - (ii) within a longer period as the Commissioner may allow.
- (c) If the Club requires the approval from the Commissioner to hold its AGM within a longer period under Rule 23.1(b)(ii), the Secretary shall apply to the Commissioner no later than four (4) months after the end of the Club's Financial Year.

### **23.2 Notice of AGM**

The notice convening an AGM shall specify that it is the AGM of the Club and otherwise shall comply with Rules 2.2 and 21.3 (as applicable).

### **23.3 Business to be Conducted at AGM**

- (a) At each AGM of the Club, the Club:
  - (i) shall confirm the minutes of the last preceding AGM and of any Special General Meeting held since that meeting if the minutes of that Special General Meeting have not yet been confirmed;
  - (ii) shall receive the Financial Report of the Club for the preceding Financial Year;
  - (iii) shall present a copy of the auditor's report to the Club;
  - (iv) shall appoint or remove an auditor in accordance with the Act;
  - (v) shall elect or appoint the Office Holders and other Executive Committee Members.



- (vi) shall elect or appoint the members of the Match Committees.
- (vii) shall elect or appoint the members of the Selection Committees.

## **24. SPECIAL GENERAL MEETINGS**

### **24.1 Special General Meeting**

- (a) The Executive Committee may at any time convene a Special General Meeting of the Club.
- (b) The Secretary shall convene a Special General Meeting of the Club within 28 days after receiving a written request to do so from at least 20 per cent of the total number of Full and Life Members.

### **24.2 Request for Special General Meeting**

A request by the Members for a Special General Meeting shall:

- (a) state the purpose of the meeting;
- (b) be signed by the required number of Full and Life Members making the request as specified in Rule 24.1(b); and
- (c) be lodged with the Secretary.

### **24.3 Failure to Convene Special General Meeting**

- (a) If the Secretary fails to convene a Special General Meeting within the 28 days referred to in Rule 24.1(b), the Members who made the request may convene a Special General Meeting within 3 months after the original request was lodged as if the Members were the Executive Committee.

## **25. MINUTES OF MEETINGS**

### **25.1 Minutes of Meetings**

- (a) The Secretary or a person authorised by the Executive Committee from time to time shall keep minutes of the resolutions and proceedings of all General Meetings and Executive Committee Meetings together with a record of the names of persons present at each meeting.
- (b) The minutes are to be taken and then to be entered within thirty (30) days after the holding of each meeting, into a minute file kept for that purpose.
- (c) The Chairperson shall ensure that the minutes of a General Meeting or Executive Committee Meeting under Rule 25.1(a) are reviewed and signed as correct by:
  - (i) the Chairperson of the General Meeting or Executive Committee Meeting to which those minutes relate; or
  - (ii) the Chairperson of the next succeeding General Meeting or Executive Committee Meeting.
- (d) When minutes have been entered and signed as correct under this Rule, they are, until the contrary is proved, evidence that:

- (i) the General Meeting or Executive Committee Meeting to which they relate was duly convened and held;
  - (ii) all proceedings recorded as having taken place at the General Meeting or Executive Committee Meeting did in fact take place at the meeting; and
  - (iii) all appointments or elections purporting to have been made at the meeting have been validly made.
- (e) The minutes of Executive Committee Meetings may be inspected by a Member in regards to Rule 31.2 unless the Executive Committee determines that the minutes of Executive Committee Meetings generally, or the minutes of a specific Executive Committee Meeting are not to be available for inspection.

## **26. FUNDS AND ACCOUNTS**

### **26.1 Control of Funds**

- (a) The funds of the Club shall be kept in accounts in the name of the Club in financial institutions determined by the Executive Committee.
- (b) The funds of the Club are to be used in pursuance of the objects of the Club.
- (c) All cheques, electronic funds transfers, drafts, bills of exchange, promissory notes and other negotiable instruments of the Club shall be signed or electronically approved by:
  - (i) any two of the President, Vice President, Secretary or Treasurer; or
  - (ii) any one of the President, Vice President, Secretary or Treasurer and a person authorised by the Executive Committee.
- (d) All expenditure above the authorised limits set by the Executive Committee from time to time shall be approved or ratified at an Executive Committee Meeting.
- (e) Surplus funds may, at the discretion of the Executive Committee, be withdrawn from the Club's bank accounts and deposited from time to time to the credit of the Leeming Bowls and Recreation Club Inc. in financial institutions as determined by Executive Committee.
- (f) Withdrawal of funds from such financial institution shall be authorised by the Executive Committee and withdrawn under the signatures of any two of the President, Vice President, Secretary or Treasurer and the funds withdrawn shall be deposited in the Club's bank accounts

### **26.2 Source of Club Funds**

- (a) The funds of the Club may be derived from entrance fees and annual membership fees of Members, green fees, donations, fund raising activities, bar proceeds, grants, interest, and any other sources approved by the Executive Committee.
- (b) The Club shall, as soon as practicable:
  - (i) deposit all money received by the Club, to the credit of the Club's bank accounts, without deduction; and

- (ii) after receiving any money, issue an appropriate receipt.

### **26.3 Financial Records**

- (a) The Club shall keep Financial Records that:
  - (i) correctly record and explain its transactions, financial position and performance; and
  - (ii) enable true and fair financial statements to be prepared in accordance with Part 5 of the Act.
- (b) The Club shall retain its Financial Records after the transactions covered by the records are completed for such period as is required by the Australian Taxation Office.

### **26.4 Financial Statements and Financial Reports**

- (a) For each financial year, the Club shall ensure that the requirements under Part 5 of the Act are met.
- (a) Without limiting Rule 26.4(a), those requirements include—
  - (i) the presentation of the Financial Report to the annual general meeting of the Club (and the auditor's report); and
  - (ii) if required by the regulations made under the Act, the lodgement of the annual return with the Commissioner.

### **26.5 Review or Audit of Financial Statements or Financial Report**

- (a) Notwithstanding the Club's status as a Tier 1 or Tier 2 association under the Act, the Club shall comply with the review or audit requirements of the Act as if it were a Tier 3 association.
- (b) The Club shall ensure that an annual review and independent Audit is undertaken of the Financial Statements of the Club and that a Financial Report is prepared by the Auditor for presentation to Members at the AGM.
- (c) Additional audits shall be conducted by the Club's Auditor if;
  - (i) the Members require a review or audit by resolution at a General Meeting;
  - (ii) an audit or review is directed by the Commissioner; or
  - (iii) an audit or review is required as a condition of a funding arrangement; or holding of a charitable collections licence.
- (d) The Executive Committee shall nominate an independent Auditor, who is not a Member of the Club for appointment by Ordinary Resolution at the Annual General Meeting for a term of one year.
- (e) A person is qualified for appointment as an Auditor of the Club if the person is;
  - (i) a member of a professional accounting body who has a designation in respect of that membership that is prescribed by the regulations for the purposes of this paragraph; or
  - (ii) a Registered Company Auditor under the Corporations Act; or

- (iii) a person the Commissioner considers has appropriate qualifications or experience and approves for the purposes of this section.
- (f) The Secretary, the Treasurer, and any other Member requested to do so, shall give to the Auditor full access to the Club's books of account, vouchers and records at all reasonable times, and afford the Auditor every facility for the purpose of making a true audit of the Club's financial affairs.
- (g) The Auditor shall be entitled to receive such remuneration as the Executive Committee may determine from time to time.
- (h) If any casual vacancy occurs in the office of any Auditor appointed by the Club, the Executive Committee shall appoint an Auditor until the next Annual General Meeting.

## **27. FINANCIAL YEAR OF THE CLUB**

The Club's Financial Year, shall be the period of 12 months commencing on April 1<sup>st</sup> and ending on March 31<sup>st</sup> of each year.

## **28. RULES OF THE CLUB**

### **28.1 Rules of the Club**

- (a) These Rules bind every Member and the Club, and each Member agrees to comply with these Rules.
- (b) The Club shall provide free of charge, to each person who becomes a Member under Rule 4.5, an electronic copy of the Rules and shall keep an up to date copy of the Rules on the Club's website and the Notice Board.

### **28.2 Amendment of Rules, Name and Objects**

- (a) The Club may alter, rescind or add to these Rules by Special Resolution in accordance with Rule 22.1 and not otherwise.
- (b) When a Special Resolution amending the Rules is passed, the required documents shall be lodged with the Commissioner within:
  - (i) one month after the Special Resolution is passed; or
  - (ii) a longer period as the Commissioner may allow.
- (c) An amendment to the Rules does not take effect until the required documents are lodged with the Commissioner under Rule 28.2(b).
- (d) An amendment to the Rules that changes or has the effect of changing:
  - (i) the name of the Club; or
  - (ii) the objects or purposes of the Club,
 does not take effect until the required documents are lodged with the Commissioner under Rule 28.2(b) and the approval of the Commissioner is given in writing.

### **28.3 Interpretation of the Rules**

- (a) The Executive Committee shall decide all questions as to the interpretation of the Rules and any such decision shall be binding on all Members, unless and until it is varied by Special Resolution at a General Meeting that is carried by votes of not less than seventy-five per cent (75%) of the Members present, in person or by proxy, and eligible to cast a vote at the General Meeting.
- (b) Any act performed under an interpretation of the Rules by the Executive Committee in accordance with Rule 28.3(a) shall be valid even if;
  - (i) the interpretation of the Rules was subsequently rescinded, varied or amended by the Executive Committee; or
  - (ii) the interpretation of the Rules was subsequently rescinded, varied or amended by Special Resolution at a General Meeting as described in Rule 28.3(a).

### **29. BY-LAWS OF THE CLUB**

- (a) The Executive Committee may frame By-Laws for the management of the Club consistent with, and not in contradiction to, these Rules. Such By-Laws may impose penalties for any breach of these Rules and shall be binding on Members until repealed or amended by the Executive Committee, or any Special or Annual General Meeting.
- (b) The Secretary shall notify Members by email within 14 days of amendments to the By-Laws and shall post a copy of the By-Laws as amended from time to time on the Notice Board.
- (c) Members of the Club may make, amend and repeal By-Laws for the management of the Club by Ordinary Resolution at a General Meeting provided that the By-Laws are not inconsistent with these Rules or the Act.
- (d) The By-Laws made under Rule 29(a);
  - (i) Do not form part of these Rules; and
  - (ii) May make provision for:
    - A. classes of Membership and the rights and obligations that apply to each class of Membership;
    - B. requirements for financial reporting, financial accountability or audit of accounts in addition to those prescribed by the Act and the Rules;
    - C. policies and procedures related to achieving of the objects of the Club, the management of the Club, and the quiet enjoyment of the Club by Members.

- D. restrictions on the powers of the Executive Committee including the power to dispose of assets;
- E. a requirement for members to hold specific sporting, educational, trade, professional or other qualifications; and
- F. any other matter that the Executive Committee considers necessary or appropriate.

## **30. AUTHORITY REQUIRED TO BIND CLUB**

### **30.1 Executing Documents**

- (a) The Club may execute a document without using a common seal if the document is signed by:
  - (i) any two of the President, Vice President, Secretary or Treasurer; or
  - (ii) any one of the President, Vice President, Secretary or Treasurer and a person authorised by the Executive Committee.

### **30.2 Use of the Common Seal**

- (a) If the Club has a common seal on which its corporate name appears in legible characters:
  - (i) the Secretary or any other person as the Executive Committee from time to time decides shall provide for its safe custody; and
  - (ii) it shall only be used under resolution of the Executive Committee.
- (b) The Club executes a document with its common seal, if the fixing of the seal is witnessed by:
  - (i) any two of the President, Vice President, Secretary or Treasurer; or
  - (ii) any one of the President, Vice President, Secretary or Treasurer and a person authorised by the Executive Committee.
  - (iii) Every use of the common seal shall be recorded in the Executive Committee's minute file.

## **31. THE CLUB'S BOOKS AND RECORDS**

### **31.1 Custody of the Books of the Club**

- (a) Except as otherwise decided by the Executive Committee from time to time, the Secretary shall keep in his or her custody or under his or her control all of the Books of the Club with the exception of the Financial Records which, except as otherwise directed by the Executive Committee from time to time, are to be kept under the custody or control of the Treasurer.
- (b) The Books of the Club shall be retained for at least 7 years.

### **31.2 Inspecting the Books of the Club**

- (c) Subject to these Rules, and in particular Rule 25.1(e), a Member is able to inspect the Books of the Club free of charge at such time and place as is mutually convenient to the Club and the Member.
- (d) A Member shall contact the Secretary to request to inspect the Books of the Club.
- (e) The Member may copy details from the Books of the Club but has no right to remove the Books of the Club for that purpose.

### **31.3 Prohibition on Use of Information in the Books of the Club**

- (a) A Member shall not use or disclose information in the Books of the Club except for a purpose that:
  - (i) is directly connected with the affairs of the Club; or
  - (ii) is related to administering the Act.

### **31.4 Returning the Books of the Club**

- (a) Outgoing Club Committee Members are responsible for transferring all relevant assets and Books of the Club to the new Club Committee within 14 days of ceasing to be a Committee Member.

## **32. MISCONDUCT**

### **32.1 Misconduct**

- (a) The Executive Committee, having regard for procedural fairness and natural justice, shall have full power to sanction, fine, suspend or expel any Member of the Club who has, in the sole and absolute judgement and discretion of the Executive Committee, been found to be guilty of misconduct in or out of the Club's premises by;
  - (i) the Member refusing or neglecting to comply with these Rules, the By-Laws, the Club policies or the Club procedures; or
  - (ii) performing any act, practice, conduct, matter or thing that has brought discredit on, or in any manner prejudiced the reputation of the Club or its Members; or
  - (iii) in any manner impairing or affecting the enjoyment of the Club's property or premises by Members; or
  - (iv) causing ill-feeling or friction between or among Members; or
  - (v) deliberately damaging or otherwise compromising any of the Club's property, equipment or facilities; or
  - (vi) committing any unlawful act.
- (b) A charge of misconduct (the Charge) shall be made by a Member to the Executive Committee in writing, with the name, and signature of the accuser, detailing the nature of the offence of which the Member is accused and the grounds on which it is based.

## **32.2 Hearing the Charge**

- (a) The hearing of a Charge of Misconduct shall be conducted in accordance with Rule 33.1.
- (b) If the Executive Committee determines that a Charge of Misconduct is proved, the Executive Committee may impose any penalty it sees fit including written warning, fine, suspension, expulsion or other sanction, of any Member of the Club and the Secretary shall send notice of such determination and penalty to the accused Member within seven(7) days of the Executive Committee Meeting referred to in Rule 33.1(d), at their address recorded in the Register.

## **32.3 Vexatious Charge**

If the Executive Committee determines that a Charge of Misconduct is vexatious, frivolous or has no basis in fact, it may impose such penalty as it may think fit on the accusing Member, including written warning, fine, suspension or expulsion, and the Secretary shall send notice of such determination and penalty to the accusing Member at their address recorded in the Register of Members.

## **32.4 Penalty**

If the penalty under Rule 32.2(b) or 32.3 is suspension or expulsion of the Member from the Club, the processes as set out in Rule 7.3 shall be implemented.

# **33 RESOLVING DISPUTES**

## **33.1 Disputes Arising under the Rules**

- (a) This Rule applies to:
  - (i) Disputes between Members; and
  - (ii) Disputes between the Club and one or more Members that arise under the Rules or relate to the Rules of the Club.
- (b) The parties to a dispute shall attempt to resolve the dispute between themselves within 14 days of the dispute coming to the attention of each party.
- (c) If the parties are unable to resolve the dispute, any party to the dispute may initiate a procedure under this Rule by giving written notice to the Secretary of the parties to, and details of, the dispute.
- (d) The Secretary shall convene an Executive Committee Meeting within 28 days after the Secretary receives notice of the dispute under Rule 33.1(c) for the Executive Committee to determine the dispute and shall notify the parties in accordance with Rule 2.2.
- (e) The Executive Committee may determine the dispute at its regular Executive Committee Meeting or may call a special Executive Committee Meeting to determine the dispute provided that the date of the hearing shall be at least fourteen (14) days from the date of issue of the notice of the Executive Committee Meeting.



- (f) At the Executive Committee Meeting to determine the dispute, all parties to the dispute shall be given a full and fair opportunity to state their respective cases orally, in writing or both.
- (g) If either party or parties to the dispute fail to attend the Executive Committee Meeting for the hearing of the dispute as notified under Rule 33.1(d), without reasonable cause, the Executive may take evidence and may determine the dispute in their absence.
- (h) The Secretary shall inform the parties to the dispute of the Executive Committee's decision within 7 days after the Executive Committee Meeting referred to in Rule 33.1(d).
- (i) If any party to the dispute is dissatisfied with the decision of the Executive Committee, they may elect to initiate further dispute resolution procedures as set out in these Rules.

### **33.2 Mediation**

- (a) This Rule applies:
  - (i) where a person is dissatisfied with a decision made by the Executive Committee under Rule 33.1; or
  - (ii) where a dispute arises between a Member or more than one Member and the Club and any party to the dispute elects not to have the matter determined by the Executive Committee.
- (b) Where the dispute relates to a proposal for the suspension or expulsion of a Member this Rule does not apply until the procedure under Rule 7.3 in respect of the proposed suspension or expulsion has been completed.
- (c) If the parties to a dispute are unable to resolve the dispute between themselves within the time required by Rule 33.1(b), or a party to the dispute is dissatisfied with a decision made by the Executive Committee under Rule 32 a party to a dispute may:
  - (i) Provide written notice to the Secretary of the parties to, and the details of, the dispute;
  - (ii) Agree to, or request the appointment of, a mediator.
- (d) The party, or parties requesting the mediation shall pay the costs of the mediation.
- (e) The mediator shall be:
  - (i) a person chosen by agreement between the parties; or
  - (ii) in the absence of agreement:
    - A. if the dispute is between a Member and another Member – a person appointed by the Executive Committee; or
    - B. if the dispute is between a Member or more than one Member and the Club, the Executive Committee or a Committee Member then an independent person who is a mediator appointed to, or employed with, a not-for-profit organisation.

- (f) A Member can be a mediator, but the mediator cannot be a Member who is a party to the dispute.
- (g) The parties to the dispute shall, in good faith, attempt to settle the dispute by mediation.
- (h) The parties are to exchange written statements of the issues that are in dispute between them and supply copies to the mediator at least 5 days before the mediation session.
- (i) The mediator, in conducting the mediation, shall:
  - (i) give the parties to the mediation process every opportunity to be heard;
  - (ii) allow all parties to consider any written statement submitted by any party; and
  - (iii) ensure that natural justice is accorded to the parties to the dispute throughout the mediation process.
- (j) The mediator shall not determine the dispute and the mediation shall be confidential.
- (k) Information provided by the parties in the course of the mediation shall not be used in any other legal proceedings that may take place in relation to the dispute.

### 33.3 Inability to Resolve Disputes

If a dispute cannot be resolved under the procedures set out in these Rules, any party to the dispute may apply to the State Administrative Tribunal to determine the dispute in accordance with the Act or otherwise at law.

## 34 CANCELLATION AND DISTRIBUTION OF SURPLUS PROPERTY

- (a) The Club may cease its activities and have its incorporation cancelled in accordance with the Act if the Members resolve by Special Resolution made in accordance with Rule 22.1 that the Club will:
  - (i) apply to the Commissioner for cancellation of its incorporation; or
  - (ii) appoint a liquidator to wind up its affairs.
- (b) The Club shall be wound up under Rule 34(a)(ii) and Part 9 of the Act before cancellation can take place if it has outstanding debts or any other outstanding legal obligations, or is a party to any current legal proceedings.
- (c) Upon cancellation of the Club, the Surplus Property shall only be distributed to one or more of the following:
  - (i) an incorporated Club under the Act;
  - (ii) a body corporate that at the time of the distribution is the holder of a licence under the charitable collections legislation in Western Australia;
  - (iii) a company limited by guarantee that is registered as mentioned in section 150 of the *Corporations Act 2001 (Cwth)*;
  - (iv) a company holding a licence that continues in force under section 151 of the *Corporations Act 2001(Cwth)*;

- (v) a body corporate that:
  - A. is a Member or former member of the Club; and
  - B. at the time of the Surplus Property is distributed, has Rules that prevent the property being distributed to its members;
- (vi) a trustee for a body corporate referred to in Rule 34(c)(v); or
- (vii) a co-operative registered under the *Co-operatives Act 2009* that, at the time of the distribution, is a non-distributing co-operative as defined in that Act.